

1 KESSLER TOPAZ MELTZER
2 & CHECK, LLP
3 ELI R. GREENSTEIN (Bar No. 217945)
4 STACEY M. KAPLAN (Bar No. 241989)
5 PAUL A. BREUCOP (Bar No. 278807)
6 IOANA A. BROOKS (Bar No. 253123)
7 One Sansome Street, Suite 1850
8 San Francisco, CA 94104
9 Tel: (415) 400-3000
10 Fax: (415) 400-3001
11 egreenstein@ktmc.com
12 skaplan@ktmc.com
13 pbreucop@ktmc.com
14 ibrooks@ktmc.com

15 *Counsel for Lead Plaintiff PGGM Vermogensbeheer B.V.*
16 *and Lead Counsel for the Class*

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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

13 IN RE HP SECURITIES LITIGATION,

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15 This Document Relates To: All Actions

16 Master File No. C-12-5980 CRB

17 **CLASS ACTION**

18 **LEAD PLAINTIFF'S REQUEST FOR**
19 **CLARIFICATION OF THE COURT'S**
20 **ORDER RE MOTIONS TO DISMISS**

1 Lead Plaintiff respectfully requests clarification as to whether the Court's November 26,
 2 2013 Order Re Motions to Dismiss (the "Order") granted in full Hewlett Packard ("HP" or the
 3 "Company") Chief Financial Officer Catherine A. Lesjak's ("Lesjak") Motion to Dismiss
 4 Consolidated Complaint. Dkt. No. 136.¹ In particular, the first page of the Order states that
 5 "[t]he Court GRANTS the motion to dismiss as to Defendants Apotheker, Lane, Lynch, Murrin
 6 and Robison because Plaintiff has failed to plead facts establishing a strong inference of scienter
 7 or a primary violation of §10(b)," but makes no mention of Lesjak. Dkt. No. 201 at 1. By
 8 contrast, the Order later states that "the Court GRANTS the motions to dismiss except as to
 9 Whitman and HP." Dkt. No. 201 at 20.

10 Additionally, the Order held that HP's third quarter 2012 Form 10-Q filed with the
 11 Securities and Exchange Commission on September 10, 2012 ("3Q12 Form 10-Q"), which
 12 Lesjak signed, "went too far when it stated: 'At the time of the Autonomy Acquisition in October
 13 2011, the fair value of Autonomy approximated the carrying value.' This statement was
 14 misleading." Dkt. No. 201 at 19. The Court reasoned that "[b]y September 2012, **Defendants**²
 15 knew there was a real possibility that HP had substantially overpaid for Autonomy. While there
 16 was no obligation for **Defendants** to announce the investigation or choose a specific dollar
 17 amount for the write-down until the PwC investigation was completed, '[m]anagers cannot tell
 18 lies.' **Defendants** may not have known for certain that HP had overpaid for Autonomy as of that
 19 date, but they did know that a credible alternative explanation was under investigation. For that
 20 reason, it could not be asserted with certainty and without qualification that as of the date of the
 21 acquisition, 'the fair value of Autonomy approximated the carrying value.'" *Id.* (emphasis

22 ¹ Lead Plaintiff is not seeking the Court's reconsideration of any portion of its decision but,
 23 rather, requests guidance regarding genuine ambiguities in the Order. Where, as here, "a party
 24 genuinely needs further guidance from the Court as to some issue...the Court has inherent power
 25 to provide such further clarification as may be appropriate in the particular circumstances." *Niva*
v. United States, 2009 U.S. Dist. LEXIS 107762, at *10-11 (N.D. Cal. 2009); *see also In re*
Genentech, Inc. Sec. Litig., 1989 U.S. Dist. LEXIS 13424, at *3-4 (N.D. Cal. 1989) (granting
 26 motion for clarification where motion to dismiss order did not specify whether news articles,
 press releases, and public statements were included in the category of statements that were
 dismissed).

27 ² "Defendants," as defined on the first page of the Order, includes Lesjak. *See* Dkt. No.
 28 201 at 1 ("Defendant Hewlett-Packard ('HP') and seven individual defendants who are current
 and former HP directors and executives, (collectively, 'Defendants')").

added, citation omitted). As a result, the Court concluded that “**Defendants**’ motions are DENIED as to this statement in HP’s [3Q12 Form 10-Q].” *Id.* (emphasis added). Lead Plaintiff respectfully seeks clarification regarding whether Lesjak is a “Defendant[]” whose “motion[] [is] DENIED as to this statement in HP’s [3Q12 Form 10-Q].” *Id.*

Dated: December 24, 2013

Respectfully submitted,

KESSLER TOPAZ MELTZER
& CHECK, LLP

/s/Stacey M. Kaplan
ELI R. GREENSTEIN
STACEY M. KAPLAN
PAUL A. BREUCOP
IOANA A. BROOKS
One Sansome Street, Suite 1850
San Francisco, CA 94104
Tel: (415) 400-3000
Fax: (415) 400-3001
egreenstein@ktmc.com
skaplan@ktmc.com
pbreucop@ktmc.com
ibrooks@ktmc.com

-and-

DAVID KESSLER
DARREN J. CHECK
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
Fax: (610) 667-7056
dkessler@ktmc.com
dcheck@ktmc.com

*Counsel for Lead Plaintiff PGGM
Vermogensbeheer B.V. and Lead Counsel for
the Class*

CERTIFICATE OF SERVICE

I hereby certify that on December 24, 2013, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on December 24, 2013.

KESSLER TOPAZ MELTZER
& CHECK, LLP

/s/ Stacey M. Kaplan
STACEY M. KAPLAN

Mailing Information for a Case 3:12-cv-05980-CRB**Electronic Mail Notice List**

The following are those who are currently on the list to receive e-mail notices for this case.

- ✉ **Ramzi Abadou**
rabadou@ktmc.com,yjayasuriya@ktmc.com,knguyen@ktmc.com,kweiland@ktmc.com,arobles@ktmc.com
- ✉ **Marie Caroline Bafus**
mbafus@fenwick.com,vsheehan@fenwick.com,pnichols@fenwick.com
- ✉ **Andrea Bascheri**
sammirati@bottinilaw.com
- ✉ **Stephen R. Basser**
sbasser@barrack.com,lnapoleon@barrack.com,cfessia@barrack.com
- ✉ **Jennifer Brenda Bonneville**
jbonneville@steptoe.com,afarren@steptoe.com
- ✉ **Daniel H. Bookin**
dbookin@omm.com,LitigationCalendar@omm.com,rgonzalez@omm.com
- ✉ **Francis A. Bottini , Jr**
fbottini@bottinilaw.com,sammirati@bottinilaw.com
- ✉ **Jennifer Corinne Bretan**
jbretan@fenwick.com,mbafus@fenwick.com,kayoung@fenwick.com,pnichols@fenwick.com
- ✉ **Paul Aaron Breucop**
pbreucop@ktmc.com
- ✉ **Jeff E Butler**
jeff.butler@cliffordchance.com,MCO@cliffordchance.com
- ✉ **Darren J. Check**
dcheck@ktmc.com
- ✉ **Lisa Chen**
lisachen@omm.com,kquintanilla@omm.com
- ✉ **Matthew William Close**
mclose@omm.com
- ✉ **George Thomas Conway , III**
gtconway@wlrk.com,calert@wlrk.com
- ✉ **Brian Danitz**
bdanitz@wsgr.com,pbaird@wsgr.com
- ✉ **John C. Dwyer**
dwyerjc@cooley.com,giovannonib@cooley.com
- ✉ **Matthew Kendall Edling**
medling@cpmlegal.com,jhamilton@cpmlegal.com,obacigalupi@cpmlegal.com,pmenzel@cpmlegal.com
- ✉ **Bruce A. Ericson**
bruce.ericson@pillsburylaw.com,docket@pillsburylaw.com
- ✉ **Frederic S. Fox**
ffox@kaplanfox.com
- ✉ **Tahir Ikeem Golden**
tgolden@fenwick.com,vsheehan@fenwick.com
- ✉ **Neil A. Goteiner**
ngoteiner@fbm.com,calendar@fbm.com,karentsen@fbm.com
- ✉ **Eli Greenstein**
egreenstein@ktmc.com
- ✉ **Katherine Leigh Henderson**
khenderson@wsgr.com,abaranski@wsgr.com
- ✉ **Richard Stephen Horvath , Jr**
richard.horvath@skadden.com

✉ **Laura Christine Hurtado**
laura.hurtado@pillsburylaw.com,docket@pillsburylaw.com

✉ **Ada Fernandez Johnson**
afjohnson@debevoise.com,cford@debevoise.com,mao-ecf@debevoise.com

✉ **Jeffrey Michael Kaban**
kabanjm@cooley.com,jdwyer@cooley.com,lalmanza@cooley.com

✉ **Stacey Marie Kaplan**
skaplan@ktmc.com,jjoost@ktmc.com

✉ **Reed R. Kathrein**
reed@hbsslaw.com,peterb@hbsslaw.com,pashad@hbsslaw.com,sf_filings@hbsslaw.com

✉ **Bryan Jacob Ketroser**
bketroser@wsgr.com

✉ **Laurence D. King**
lking@kaplanfox.com,spowley@kaplanfox.com

✉ **Nicole Catherine Lavallee**
nlavallee@bermandevalerio.com,ysoboleva@bermandevalerio.com

✉ **Michelle L Levin**
mlevin@steptoe.com

✉ **Vincent G Levy**
vglevy@wlrk.com,calert@wlrk.com

✉ **John D Lovi**
jlovi@steptoe.com

✉ **Thomas B. Mayhew**
tmayhew@fbm.com,tbuchanan@fbm.com,calendar@fbm.com

✉ **Timothy Alan Miller**
Timothy.Miller@skadden.com,jan.schilling@skadden.com,Kerry.Kumabe@skadden.com,wayne.campbell@skadden.com,richard.horvath@skadden.com

✉ **Mark Cotton Molumphy**
mmolumphy@cpmlegal.com,rbarghi@cpmlegal.com,obacigalupi@cpmlegal.com,jacosta@cpmlegal.com

✉ **Christopher J Morvillo**
christopher.morvillo@cliffordchance.com

✉ **Kevin Peter Muck**
kmuck@fenwick.com,vsheehan@fenwick.com

✉ **Danielle Suzanne Myers**
dmyers@rgrdlaw.com,e_file_sd@rgrdlaw.com,e_file_sf@rgrdlaw.com

✉ **Stephen Cassidy Neal**
nealsc@cooley.com,wilsonla@cooley.com

✉ **Blair Allen Nicholas**
blairn@blbglaw.com,denab@blbglaw.com,amyn@blbglaw.com,kayem@blbglaw.com,jessica.cuccurullo@blbglaw.com,nikim@blbglaw.com

✉ **Alan R. Plutzik**
aplutzik@bramsonplutzik.com,ptoovey@bramsonplutzik.com

✉ **Darren Jay Robbins**
e_file_sd@rgrdlaw.com

✉ **Diana Catherine Rogosa**
drogosa@omm.com,lschmalz@omm.com,Deshelman@omm.com,dewalker@omm.com,Lisachen@omm.com

✉ **Lara E Romansic**
lromansic@steptoe.com

✉ **Allen Ruby**
Allen.Ruby@Skadden.com,marilyn.garibaldi@skadden.com,rosanna.keenan@skadden.com

✉ **Steven Mark Schatz**
sschatz@wsgr.com,pbaird@wsgr.com,cfoung@wsgr.com

✉ **Rachelle Silverberg**
rsilverberg@wlrk.com,calert@wlrk.com

✉ **Colby A. Smith**
casmith@debevoise.com

✉ **Sarah Ann Sulkowski**
sarah.sulkowski@cliffordchance.com, christopher.morvillo@cliffordchance.com

✉ **Adam Christopher Trigg**
attrigg@cooley.com, jcorrell@cooley.com

✉ **Avraham Noam Wagner**
avi@thewagnerfirm.com

✉ **Jeffrey Michael Walker**
jwalker@cooley.com, foxl@cooley.com

✉ **Samuel M. Ward**
sward@barrack.com, lxlamb@barrack.com

✉ **Eric Steven Waxman**
ewaxman@skadden.com, btravagl@skadden.com

✉ **Christopher C. Wheeler , Esq**
cwheeler@fbm.com, llaflamme@fbm.com

✉ **Shawn A. Williams**
shawnw@rgrdlaw.com, erinj@rgrdlaw.com, e_file_sd@rgrdlaw.com, e_file_sf@rgrdlaw.com

✉ **Marc Wolinsky**
mwolinsky@wlrk.com, calert@wlrk.com

✉ **Bruce E. Yannett**
beyannet@debevoise.com, mao-ecf@debevoise.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

Allan J. Nicolow

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